

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

245

250,000

# NEUROMARK, INC.

This Certifies that Mr. Gary R. Barnes is the registered holder of two hundred fifty thousand Shares of the capital stock of the above named corporation, fully paid and non-assessable, transferable only on the books of the Corporation by the holder hereof or person or by Attorney upon power of attorney.

**NEUROMARK**

The undersigned Secretary of the Corporation has caused this Certificate to be signed by its duly authorized officers and its Corporate Seal to be hereunto affixed this 23<sup>rd</sup> day of July, 2007.

[Signature]  
SECRETARY

[Signature]  
PRESIDENT

44780-00-1

The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM	-as tenants in common	UNIF GIFT MIN ACT- .. Custodian ..
TEN ENT	-as tenants by the entireties	(Cust) (Minor)
JT TEN	-as joint tenants with right of survivorship and not as tenants in common	under Uniform Gifts to Minors Act .. (State)

Additional abbreviations may also be used though not in the above list

*For Value Received, \_\_\_\_\_ hereby sell, assign and transfer unto \_\_\_\_\_ Shares represented by the within Certificate, and do hereby irrevocably constitute and appoint \_\_\_\_\_ Attorney to transfer the said Shares on the books of the within named Corporation with full power of substitution in the premises.*

*Dated \_\_\_\_\_,*

*In presence of \_\_\_\_\_*

NOTICE: THE SIGNATURE OF THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THIS CERTIFICATE, IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT, OR ANY CHANGE WHATSOEVER.